

1 KEKER & VAN NEST, LLP
ROSE DARLING - #169825
2 CHRISTA M. ANDERSON - #184325
DANIEL JACKSON - #216091
3 ROSE DARLING - #243893
710 Sansome Street
4 San Francisco, CA 94111-1704
Telephone: (415) 391-5400
5 Facsimile: (415) 397-7188

6 Attorneys for Defendants
THE GAP, INC., a/k/a, GAP, INC., GAP INTERNATIONAL
7 SALES, INC., BANANA REPUBLIC, LLC, and OLD NAVY,
LLC
8

9 UNITED STATES DISTRICT COURT
10 NORTHERN DISTRICT OF CALIFORNIA
11 SAN FRANCISCO DIVISION
12

13 ROOTS READY MADE GARMENTS CO.
W.L.L.,

14 Plaintiff,

15 v.

16 THE GAP, INC., a/k/a, GAP, INC., GAP
17 INTERNATIONAL SALES, INC., BANANA
REPUBLIC, LLC, AND OLD NAVY, LLC

18 Defendants.
19

No. C 07-03363 CRB

**CORRECTED DECLARATION OF ROSE
DARLING IN SUPPORT OF
MISCELLANEOUS ADMINISTRATIVE
REQUEST TO FILE DOCUMENT
UNDER SEAL**

Date: October 19, 2007

Time: 10:00 a.m.

Dept: 8

Judge: Honorable Charles R. Breyer

1 I, ROSE DARLING, declare and say that:

2 1. I am an attorney licensed to practice law in the State of California and before this
3 Court and am an associate at Kecker & Van Nest, LLP, counsel for defendants The Gap, Inc.,
4 a/k/a, Gap, Inc., Gap International Sales, Inc., Banana Republic, LLC, and Old Navy, LLC
5 (collectively "Gap").

6 2. I have knowledge of the facts set forth herein, and if called to testify as a witness
7 thereto, could do so competently under oath.

8 3. I make this declaration pursuant to Civil Local Rule 79-5(c) with respect to
9 documents that Gap has requested to file under seal in the Miscellaneous Administrative
10 Request, which addresses the unredacted version of the Reply Brief in Support of Gap's
11 Motion for Protective Order ("Gap's Unredacted Reply") and [Sealed] **Exhibits B** and **C** to
12 the accompanying Declaration of Daralyn J. Durie ("Durie Decl.")

13 4. [Sealed] Exhibit B contains non-public information that has been designated
14 "Confidential" by Gap pursuant to the parties' stipulated Protective Order. [Sealed] Exhibit B
15 consists of excerpts from the confidential transcript of the deposition of Amin El Sokary,
16 dated September 12, 2007, taken in the *Gabana v. Gap* matter. Mr. Sokary's confidential
17 transcript reflects non-public information relating to Gap's business dealings with retailers and
18 distributors in the Middle East.

19 5. As Ron Young explained in the declaration he filed on May 7, 2007 in support of
20 Gap's motion for an order upholding its confidentiality designations (see related case no. C 06
21 2584 CRB (EDL), docket no. 61), Gap makes reasonable efforts to keep its commercial
22 information confidential and expects its distributors to do so as well. Public dissemination of
23 such information would be harmful to Gap. If competitors are able to access information
24 about how Gap has conducted its business in the past and plans to do so in the future, Gap will
25 be competitively disadvantaged. For example, Gap negotiates its contracts with third parties,
26 including distributors, on a case-by-case basis and the terms of those deals are determined by
27 myriad individual factors. Gap's ability to negotiate these terms are hampered if third parties
28 are provided access to the terms under which Gap has done business with other parties in the

1 past, as they will be able to use those facts in negotiating with Gap to Gap's disadvantage by
2 arguing that they should receive the same terms or better. A public record of Gap's
3 communications with its distributors relating to the terms of prior agreements would harm Gap
4 in its ability to negotiate with potential distributors going forward. See Declaration of Ron
5 Young (docket no. 61) ¶ 4.

6 6. Gap's Unredacted Reply contains several references that cover information
7 contained in [Sealed] Exhibit B.

8 7. [Sealed] Exhibit C consists of excerpts from the transcript of the deposition of
9 Amin El Sokary, dated September 12, 2007, purportedly taken by Roots in the *Roots v. Gap*
10 matter. Roots designated Mr. El Sokary's deposition transcript "Confidential" pursuant to the
11 protective order in this case.

12 8. For the foregoing reasons, Exhibits B and C to the Durie Declaration and the
13 Unredacted Reply Brief should be filed under seal.

14
15 I declare under penalty of perjury under the laws of the State of California that the
16 foregoing is true and correct, and that this Declaration was executed on October 8, 2007 at San
17 Francisco, California.

18
19 /s/ Rose Darling
20 ROSE DARLING
21
22
23
24
25
26
27
28